



RECORDATION NO. 23116-C FILED

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SURFACE TRANSPORTATION BOARD

July 23, 2007

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W., Suite 715  
Washington, DC 20423-0006

Dear Mr. Williams:

Please find attached, one original of the Partial Release dated July 18, 2007 between the following two parties:

The David J. Joseph Company  
300 Pike Street  
Cincinnati, Ohio 45202

Wells Fargo Equipment Finance, Inc.  
733 Marquette Ave., Suite 700  
Minneapolis, MN 55402

This filing is to appear in index as follows: Partial Release dated July 18, 2007, related to thirty (30) railcars bearing reporting marks SMIX 9500-9529, inclusive.

Please file this agreement as a secondary document under Recordation Number 23116-C as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 23116 through 23116-B. The filing fee in the amount of \$35.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie Woodard  
Documentation Assistant

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## PARTIAL RELEASE

This Release is entered into as of July 18<sup>th</sup>, 2007 between The David J. Joseph Company (f/k/a Joseph Transportation Services, Inc.), a Delaware corporation ("Joseph") and Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("WFEFI") and effective as of July 19, 2007.

WHEREAS, Joseph and WFEFI are parties to a Purchase and Sale Agreement dated as of August 28, 2000 (the "Agreement") pursuant to which (a) WFEFI purchased the railroad cars identified on Exhibit A hereto (the "Railcars") and (b) WFEFI granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of August 28, 2000 between Joseph and WFEFI (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 23116-A;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Assignment and Assumption Agreement dated as of August 28, 2000 between Joseph and WFEFI (the "Memorandum of Assignment and Assumption Agreement") with the STB; and

WHEREAS, the Memorandum of Assignment and Assumption Agreement was recorded with the STB and assigned recordation number 23116-B;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph and WFEFI agree as follows:

1. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.

2. The Memorandum of Assignment and Assumption Agreement is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Assignment and Assumption Agreement.

3. The parties desire to execute this Release for purposes of memorializing of record the agreements set forth herein.

4. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

IN WITNESS WHEREOF, the parties hereto have each caused this Release to be duly executed by their respective officers duly authorized as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

By: 

Title: Asst. Corp. Secretary

Date: 7/18/07

WELLS FARGO EQUIPMENT FINANCE,  
INC.

By: 

Title: Sr. ASK

Date: 7-19-07

State of OHIO )  
County of HAMILTON ) ss

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of July, 2007 by Everett N. Martin, the Asst. Corp. Secretary of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

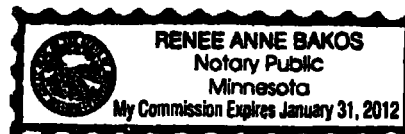
Angela Denise Watts  
Notary Public  
My Commission Has No Expiration

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C

State of MINNESOTA )  
County of Hennepin ) ss

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of July, 2007 by Brian Daly, the Dir. Acct Services Rep. of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, on behalf of the said corporation.

Renée Anne Bakos  
Notary Public  
My Commission Expires: January 31, 2012



## **EXHIBIT A**

**RAILCARS:** Thirty (30) railcars bearing reporting marks as follows:

SMIX	9500	SMIX	9510	SMIX	9520
SMIX	9501	SMIX	9511	SMIX	9521
SMIX	9502	SMIX	9512	SMIX	9522
SMIX	9503	SMIX	9513	SMIX	9523
SMIX	9504	SMIX	9514	SMIX	9524
SMIX	9505	SMIX	9515	SMIX	9525
SMIX	9506	SMIX	9516	SMIX	9526
SMIX	9507	SMIX	9517	SMIX	9527
SMIX	9508	SMIX	9518	SMIX	9528
SMIX	9509	SMIX	9519	SMIX	9529